

SWIDLER BERLIN LLP

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T.R.A. DOCKET ROOM

The Washington Harbour
3000 K Street, NW, Suite 300
Washington, DC 20007-5116
Phone (202) 424-7500
Fax (202) 424-7643

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February 16, 2005

OVERNIGHT DELIVERY

Sharla Dillion, Docket Room Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

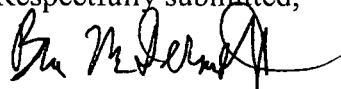
Re: **Docket No. 05-00043—Application for Approval of the Transfer of Control
of Computer Network Technology Corporation and Condor Acquisition, Inc.
to McDATA Corporation**

Dear Ms. Dillion:

Computer Network Technology Corporation, Condor Acquisition, Inc. and McDATA Corporation (collectively "Parties"), by the undersigned counsel, hereby submits the attached responses to the data request submitted by Aster Adams of the Tennessee Regulatory Authority in the above-referenced docket on February 7, 2005. Please note that Attachment 2 is being submitted under seal under separate cover.

An original and thirteen (13) copies of the responses are enclosed for filing. Kindly date stamp the extra copy and return it in the enclosed self-addressed, stamped envelope. Further questions regarding this matter may be directed to us at (202) 424-7500.

Respectfully submitted,



William B. Wilhelm
Brian McDermott

Counsel for Parties

1. Will Computer Network Technology Corporation continue to do business under its current name after the conclusion of the transfer of control?

RESPONSE: Yes, Computer Network Technology Corporation will continue to do business under that name.

2. Provide a copy of Network Technology Corporation certification with the Tennessee Secretary of State.

RESPONSE: See Attachment 1.

3. Has McDATA filed a similar petition in the other states in which Computer Network Technology Corporation conducts business? If so, what were the results of those filings?

RESPONSE: Yes, Parties filed similar filings throughout the United States. Those filings have either been approved or are currently pending approval. No state has denied approval of the Transaction.

4. Was a similar petition filed with the FCC? What is the File No. or Docket No. assigned by the FCC?

RESPONSE: Yes, Parties filed a Petition with the FCC on January 28, 2005. The domestic portion of the application was on public notice on February 7, 2005 (See WC Docket No. 05-41). The international portion of the application has not yet appeared on public notice.

5. Will the assets of Computer Network Technology Corporation be encumbered in any manner by the transfer of control transaction?

RESPONSE: No, the assets of Computer Network Technology Corporation will not be encumbered as a result of the Transaction.

6. Provide a projected balance sheet, income statement, and expected cash-flow statement of McDATA after 12 months of operations.

RESPONSE: See Attachment 2 being filed under seal and is being submitted under separate cover. Please note that materials in Attachment 2 are confidential and are not available to the public.

7. Confirm the expected date of actual consummation of transaction.

RESPONSE: We expect the Transaction to be consummated on or about April 15, 2005.

8. Confirm that Network Technology Corporation will still be under the regulation of the Tennessee Regulatory Authority in accordance to its customary statutes as it pertains to the telecommunications industry in Tennessee.

RESPONSE: Yes, Computer Network Technology Corporation will still be subject to the jurisdiction of the Tennessee Regulatory Authority.

9. Will all assets in addition to the customers of Network Technology Corporation be sold to McDATA.

RESPONSE: The Transaction will not transfer or sell any of the assets or customers of Computer Network Technology Corporation.

Attachment 1

Secretary of State
Division of Business Services
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

ISSUANCE DATE: 02/09/2005
REQUEST NUMBER: 05040106
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 10/18/2000
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0397433
JURISDICTION: MINNESOTA

TO:
KROLL
1900 CHURCH STREET
STE 400
NASHVILLE, TN 37203

REQUESTED BY:
KROLL
1900 CHURCH STREET
STE 400
NASHVILLE, TN 37203

CERTIFICATE OF AUTHORIZATION

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"COMPUTER NETWORK TECHNOLOGY CORPORATION",

A CORPORATION FORMED IN THE JURISDICTION SET FORTH ABOVE, IS AUTHORIZED TO
TRANSACTION BUSINESS IN THIS STATE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
AUTHORIZATION OF THE CORPORATION HAVE BEEN PAID;
THAT THE MOST RECENT CORPORATION ANNUAL REPORT REQUIRED HAS BEEN FILED
WITH THIS OFFICE; AND
THAT AN APPLICATION FOR CERTIFICATE OF WITHDRAWAL HAS NOT BEEN FILED.

FOR REQUEST FOR CERTIFICATE

ON DATE 02/09/05

FROM:
KROLL DOCUMENT FILING & RETRIEVAL SVCS
1900 CHURCH STREET
SUITE 400
NASHVILLE, TN 37203-0000

RECEIVED: FEES
 \$180 00 \$0.00
TOTAL PAYMENT RECEIVED: \$180.00

RECEIPT NUMBER: 00003649247
ACCOUNT NUMBER: 00442386



Riley C Darnell

RILEY C DARNELL
SECRETARY OF STATE

ISSUANCE DATE: 02/09/2005
REQUEST NUMBER: 05040105

Secretary of State
Division of Business Services
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

FILE/REGISTRATION DATE: 10/18/2000
STATUS: ACTIVE
CONTROL NUMBER: 0397433
JURISDICTION: MINNESOTA

TO:
KROLL
1900 CHURCH STREET
STE 400
NASHVILLE, TN 37203

REQUESTED BY:
KROLL
1900 CHURCH STREET
STE 400
NASHVILLE, TN 37203

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"COMPUTER NETWORK TECHNOLOGY CORPORATION"

WAS FORMED OR QUALIFIED TO DO BUSINESS IN THE STATE OF TENNESSEE ON THE ABOVE
DATE, AND THAT THE ATTACHED DOCUMENT(S) WAS/WERE FILED IN THIS OFFICE ON THE
DATE(S) AS BELOW INDICATED.

REFERENCE NUMBER	DATE FILED	FILING TYPE	FILING ACTION
4029-0341	10/18/2000	QUAL-PROFIT	NAM DUR STK PRN OFC AGT INC MAL FYC

FOR REQUEST FOR COPIES

ON DATE: 02/09/05

FROM:
KROLL DOCUMENT FILING & RETRIEVAL SVCS
1900 CHURCH STREET
SUITE 400
NASHVILLE, TN 37203-0000

FEE
RECEIVED: \$140.00 \$0.00
TOTAL PAYMENT RECEIVED: \$140.00

RECEIPT NUMBER: 00003649227
ACCOUNT NUMBER: 00442386



SS-4458

Riley C Darnell

RILEY C DARNELL
SECRETARY OF STATE

State of Tennessee



Department of State
Corporate Filings
312 Eighth Avenue North
6th Floor William R. Snodgrass Tower
Nashville, TN 37243

APPLICATION FOR
CERTIFICATE OF AUTHORITY
(FOR PROFIT)

For Office Use Only

Pursuant to the provisions of Section 48-25-103 of the Tennessee Business Corporation Act, the undersigned corporation hereby applies for a certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth

1 The name of the corporation is Computer Network Technology Corporation

*If different, the name under which the certificate of authority is to be obtained is _____

[NOTES: The Secretary of State of the State of Tennessee may not issue a certificate of authority to a foreign corporation for profit if its name does not comply with the requirements of Section 48-14-101 of the Tennessee Business Corporation Act. *If obtaining a certificate of authority under a different corporate name, an application for registration of an assumed corporate name must be filed pursuant to Section 48-14-101(d) with an additional \$20.00 fee.]

2 The state or country under whose law it is incorporated is Minnesota

3 The date of its incorporation is July 11 1979 (must be month, day, and year), and the period of duration, if other than perpetual, is _____

4 The complete street address (including zip code) of its principal office is
6000 Nathan Lane North Minneapolis MN 55442

Street City State/Country Zip Code

5 The complete street address (including the county and the zip code) of its registered office in Tennessee and the name of its registered agent is

530 Gay Street Knoxville Tennessee (Knox County) 37902
Street City State/Country Zip Code

Registered Agent C. T. Corporation System

6 The names and complete business addresses (including zip code) of its current officers are (Attach separate sheet if necessary)
See attached list

7 The names and complete business addresses (including zip code) of its current board of directors are (Attach separate sheet if necessary) See attached list

8 If the corporation commenced doing business in Tennessee prior to the approval of this application, the date of commencement (month, day and year) _____

9 The corporation is a corporation for profit

10 If the document is not to be effective upon filing by the Secretary of State, the delayed effective date/time is _____ (date) _____ (time)

[NOTE: A delayed effective date shall not be later than the 90th day after the date this document is filed by the Secretary of State.]

[NOTE: This application must be accompanied by a certificate of existence (or a document of similar import) duly authenticated by the Secretary of State or other official having custody of corporate records in the state or country under whose law it is incorporated. The certificate shall not bear a date of more than two (2) months prior to the date the application is filed in this state.]

Signature Date

Signer's Capacity

SS-4431 (Rev. 7/00)

Computer Network Technology Corporation

Name of Corporation

Signature

Name (typed or printed)

RDA 1678

**COMPUTER NETWORK TECHNOLOGY CORPORATION
OFFICERS AND DIRECTORS**

Officers

Thomas G. Hudson, Chairman of the Board,
President and Chief Executive Officer
6000 Nathan Lane North
Minneapolis, MN 55442

Gregory T. Barnum, Chief Financial Officer,
Vice President of Finance and Corporate Secretary
6000 Nathan Lane North
Minneapolis, MN 55442

Jeffrey A. Bertelsen, Corporate Controller and
Treasurer
6000 Nathan Lane North
Minneapolis, MN 55442

Directors

Thomas G. Hudson, Chairman
6000 Nathan Lane North
Minneapolis, MN 55442

Patrick W. Gross
4050 Legato Road
Fairfax, VA 22033-4003

Erwin A. Kelen
5500 Wayzata Boulevard, Suite 1045
Golden Valley, MN 55416

Lawrence Perlman
119 North 4th Street, Suite #503
Minneapolis, MN 55401

John A. Rollwagen
1315 Foshay Tower
Minneapolis, MN 55402

Attachment 2

Being Filed Under Seal Under Separate Cover